

# Exhibit 13

Xin Yue Guo  
December 15, 2021

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1 UNITED STATES DISTRICT COURT

2 DISTRICT OF NEW JERSEY

3 -----X

4 XIN YUE GUO a.k.a. XIN YUE on behalf of himself

5 and as assignee of YISHENG LI and YISHENG LI.

6 Plaintiffs,

7

8 - against -

Civil Action No.:

9

2:20-CV-05099-JMV-MF

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11 STEWART LOR,

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Defendants.

13

-----X

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Zoom Meeting

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16

December 15, 2021

8:30 a.m.

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EXAMINATION BEFORE TRIAL OF XIN YUE GUO,

19

a Witness herein, taken Pursuant to

20

Notice, and held at the above-mentioned time

21

and place, before Kimberly Dean, a

22

stenographer and Notary Public within and

23

For the State of New York.

24

25

1 XIN YUE GUO

2 Q. Paragraph 1 says that Party B had one  
3 million shares of C and limited stock, right?

4 A. I see.

5 Q. What is Sea and Sand Entertainment?

6 A. It is the name of the company Sea and  
7 Sand.

8 Q. And you, in fact, gave Mr. Li one  
9 million shares of Sea and Sand Entertainment  
10 stock, right?

11 A. Yes.

12 Q. How did you transfer those shares of Sea  
13 and Sand Entertainment to Mr. Li?

14 A. It was registered at the Registration  
15 Bureau.

16 Q. The shares in Sea and Sand Entertainment  
17 that you transferred to Mr. Li were worth at least  
18 \$500,000; is that correct?

19 A. This statement is not accurate. The  
20 accurate description is that I guaranteed that at  
21 the time of IPO each share will be not less than 5  
22 U.S. dollars. And if the price -- if the price  
23 was lower than \$5 per share, I would add more  
24 shares accordingly, so that the total shares --  
25 the total value of the shares that Party B holds

1 XIN YUE GUO

2 would reach 5 million U.S. dollars. And that  
3 would be at the IPO issued -- issuing price. That  
4 would be the most complete description.

5 Q. If Sea and Sand Entertainment did not  
6 have an IPO, you guaranteed that you would pay  
7 Mr. Li \$500,000 plus interest of 6.6 percent per  
8 year, correct?

9 A. The accurate description is that if Sea  
10 and Sand does not go IPO within two years or three  
11 years, I cannot see clearly here on this document,  
12 I think it was within three years, then Party B  
13 has the right to request Party A to reimburse the  
14 Party B 500,000 U.S. dollars plus 6.6 percent  
15 interest per year.

16 And the interest was to be calculated  
17 starting from the time when Party B invested in  
18 Fanz.

19 Q. Has Sea and Sand Entertainment had an  
20 IPO?

21 A. No.

22 Q. Mr. Yue Guo, do you have any involvement  
23 in Sea and Sand Entertainment, Limited?

24 A. It was founded by me. I was the CEO.

25 Q. Are you currently the CEO of Sea and

1 XIN YUE GUO

2 Q. You transferred one million shares of  
3 Sea and Sand Entertainment to Mr. Li, correct?

4 A. Correct. It was indicated clearly in  
5 the document.

6 Q. Mr. Yue Guo, do you currently own any  
7 shares of Sea and Sand Entertainment?

8 A. I have always had the shares of Sea and  
9 Sand. However Sea and Sand had to stop operation  
10 and Sea and Sand had not been paid the  
11 registration fee to the government.

12 Q. How many shares of Sea and Sand do you  
13 currently own?

14 A. In my recollection, when Sea and Sand  
15 was established, there was about 60 million  
16 shares, and I held the majority of the shares.  
17 Because it has been a long time ago, I am not able  
18 to recall accurately the total shares that was  
19 issued at the time when the company was  
20 established.

21 Q. Mr. Yue Guo, before the New Jersey  
22 lawsuit was filed in April of 2020, did you review  
23 and approve the Complaint?

24 A. I authorized my attorney to handle  
25 everything with regard to the lawsuit, and if